

<<ENGLISH TRANSLATION FOR INFORMATION PURPOSES ONLY>>

**REGULATIONS OF THE SHAREHOLDERS' ELECTRONIC FORUM  
OF  
APPLUS SERVICES, S.A.**



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## **REGULATIONS OF THE SHAREHOLDERS' ELECTRONIC FORUM OF APPLUS SERVICES, S.A.**

### **Preface**

In accordance with Article 539.2 of the consolidated text of the Spanish Companies Act approved by Royal Legislative Decree 1/2010, of July 2 (hereinafter, the "**Law**") and Article 10 of the Regulation of the General Shareholders Meeting, the Board of Directors of Applus Services, S.A. (hereinafter, "**Applus**" or the "**Forum Administrator**") has approved these regulations of the shareholders' electronic forum of Applus (hereinafter, the "**Regulations**"), which form part of the corporate governance system of Applus relating to the Shareholders' Electronic Forum of Applus (hereinafter, the "**Forum**") which shall be available from the call to and until the meeting of each Ordinary or Extraordinary General Shareholders' Meeting and which it can be accessed through Applus website ([www.applus.com](http://www.applus.com)).

### **Chapter I Forum Rules**

These Regulations contain the Forum's rules of operation. In addition, it governs the enabling and provision of the Forum by Applus, as well as the warranties, terms and conditions of its access and use by its Shareholders and the voluntary associations which may be formed in accordance with applicable regulations.

These Regulations supersedes the Conditions of Use and Privacy Policy of the Applus website ([www.applus.com](http://www.applus.com)) in respect to the Forum, which therefore shall not be applicable to the access and use of the Forum.

Applus reserves the right to amend, at any time and without prior notice, the presentation, configuration, operation and content of the Forum and these Regulations, notwithstanding any other provision of law.

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## **Chapter II Acceptance of the Forum Regulation**

The entry as a user on the Forum (hereinafter, the "**Registered User**") and the access and/or its use assumes the full and unconditional acceptance of the terms and conditions of the Regulations.

The condition of Registered User shall be obtained, if applicable, when the requirements provided in Chapter IV below are met and when the form to which its accessed through the Applus webpage ([www.applus.com](http://www.applus.com)) is filled in.

Applus shall be considered the Forum Administrator under the conditions and with the authority provided in these Regulations, reserving the authority for interpretation in the case of any doubt or discrepancy in its use.

## **Chapter III Objective and Purpose of the Forum**

The Forum is enabled with the sole purpose of facilitating communications with Applus Shareholders, and the voluntary associations which it may form, on the occasion of the call and until the convening of each General Shareholders' Meeting, if applicable.

Registered Users may send, for publication on the Forum, messages with the following sole objective:

- Proposals which are intended to be submitted as a supplement to the Agenda announced in the call.
- Requests for attachment of said proposals.
- Initiatives to reach the percentage required to exercise the minority right provided in the Law.
- Offers or petitions for voluntary representation.

Under no circumstance shall the publication alone of a complementary proposal of the Forum Agenda imply its acceptance nor, consequently, the amendment of the Agenda announced in the Call of the Meeting.

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The Forum does not constitute a channel of communication between Applus and the Registered Users.

Therefore, no communication made or published on the Forum may under any circumstance be understood as a notice to Applus for any purposes and, in particular, for the purpose of exercising any right of the Registered User, individually or jointly, nor replacing the legal and Applus Corporate Governance requirements for the exercise of any rights or the development of the initiatives and activities of the Shareholders.

Any rights and authorities the Shareholders wish to exercise shall be carried out through those legal instruments set forth in accordance with the Law and under the corporate governance rules of Applus, without the Forum being, under any circumstance, a valid instrument for those purposes.

#### **Chapter IV Registered Users**

The access and the use of the Forum is exclusively reserved for the individual Applus Shareholders and the voluntary Shareholder associations of Applus validly incorporated and registered in the special registry of the National Securities Market Commission pursuant to the second and fourth section of Article 539 of the Law.

To be able to access and use the Forum, the Shareholders and voluntary Shareholder associations shall register as a "Registered User" by completing the corresponding registration form, the Forum Registered User, certifying the condition of the Applus Shareholder or voluntary Shareholder associations duly incorporated and registered in the manner provided in the aforementioned form, and checking the relevant box by which the individual Shareholder or the voluntary Shareholder associations state that they have read and accepted the content of these Regulations.

In the case of legal entity Shareholders and voluntary Shareholder associations, the representation of the entity seeking to access the Forum shall be provided as shown on the registration form.

Future access and communications on the Forum may require the completion of a special use form.

Access and use of the Forum by Registered Users is conditioned to maintaining at all times the condition of Applus Shareholder pursuant to the applicable regulations or voluntary Shareholder association of Applus duly incorporated and registered.

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If Applus, in its capacity as Forum Administrator, has at any time reasonable doubts on the fulfilment of these conditions by a Registered User, it may request Registered User to certify the maintenance of said conditions, being entitled to request as much information or documents deemed appropriate for the verification of the purposes provided herein.

The Forum Administrator may request additional information or suspend or remove Registered Users who do not certify fulfilment of the aforementioned conditions.

Communications by Shareholders who lose such status prior to holding the corresponding General Meeting shall automatically be removed as well as any communications related or linked to the above.

## **Chapter V**

### **Access to the Forum and publication of communications**

#### **Section 5.1.- Access to Forum**

All registered Users shall have access to the Forum and may consult any communications made by other registered users.

The Forum may only seek the publication of communications made by Registered Users in relation with the matters listed in Chapter II and without creating an electronic means of discussion between Registered Users or a virtual chat room. Therefore, the Forum Administrator shall only incorporate in the Forum those communications which arise pursuant to the Law and the rules of corporate governance of Applus, without any other comments on such communications being subject to publication.

#### **Section 5.2.- Publication of Forum Communications**

Any Registered User may submit communications related to any of the questions appearing in the above Chapter III.

Communications shall be exclusively submitted in text format, and once published, shall be accessible by any other Registered User.

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Communications by Registered Users are submitted under their personal capacity and, excluding the Shareholder associations duly authorized pursuant to Law and these Regulations, communications received from Shareholder representatives, groups and shareholder agreements, deposit institutions, financial intermediaries and other persons who act on behalf of or in the interest of Shareholders shall not be published.

The request for publication of communications shall be made using the forms available on this Forum for such purposes, which shall include:

- Identification of the Registered User providing the communication.
- Wording of the communication, indicating the precise content of the initiative.
- Succinct reason for the communication.

Any communication published in the Forum shall include the identification (first and last names, in the case of individuals, the business name, in the case of legal entities and the name and registration number in the registry of the National Securities Market Commission, in the case of Shareholder associations, and in the last two cases, the identification of their respective representatives) of the Registered User who makes the entry and the date and time of the entry.

By means of drafting a communication it is understood that the Registered User, who is responsible for such communication, declares and ensures that its content is legal and in accordance to the Law, these Regulations and the requirements of good faith and public order, and possess the authorizations and permits required to create the relevant communication and which does not violate the rights of any third parties.

The Forum Administrator may verify the compliance of the intended communications with the legal provisions in force, with these Regulations and with the requirements of good faith and public order, being able to withdraw or refuse the inclusion on the Forum any communication which it believes not to be in accordance with such requirements. In addition, the Forum Administrator may answer any communication by the Registered Users using the email address provided by the Registered User or through any other means of communication which is deemed appropriate.

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### **Section 5.3.- Communications content**

Any use of the Forum by the Registered Users shall be done fully respecting the legal provisions in force, in accordance with these Regulations and with respect to the requirements of good faith and public order. Therefore, it is expressly prohibited to:

- Infringe upon the rights, property and legitimate interests of Applus, of other Registered Users and of third parties such as their intellectual and industrial property rights, religious liberty, honour, reputation and privacy, the protection of personal information and any other legally protected rights or interests.
- Enter personal information or data of third parties without the informed consent of the holder or theft of the identity.
- Incorporate the contents or expressions which are discriminatory, racist, sexist, violent, xenophobic or in any way harmful or offensive.
- Incorporate any kind of material that is inappropriate or contrary to the requirements of good faith and public order.
- Provide information of any kind directed to the commission of criminal, civil or administrative offences.
- Perform any act (or provide information to third parties) that allow evading the technical restrictions of the different Forum support or programs in order to prevent unauthorized uses.
- Include contents or materials without the proper authorization of the holders of intellectual or industrial property rights.
- Damage, render useless, overload or degrade operation of the Forum or the computer equipment of Applus, of other Registered Users or of third parties, as well as the documents, files and other contents stored on such computer equipment (hacking) and impede the normal use and enjoyment of the Forum by other Registered Users.

The insertion of any type of advertising or announcement by the Registered Users is absolutely prohibited.

Any Registered User with knowledge of any kind of content of the Forum,

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or facilitated through it, which is contrary to the legal provisions in force, these Regulations or the requirements of good faith and public order, may make it known to the Forum Administration through the contact inbox referred to in the contact inbox section, without involving any type of liability for Applus, even in the case of not adopting any related measure.

The Registered Users agree to use that is diligent, correct and appropriated to the legal provisions in force, to the Regulations herein and the requirements of good faith and public order of the Forum, in accordance with its purpose provided in Chapter III above.

#### **Section 5.4.- Removal of communications following the General Meeting.**

Once the General Shareholders' Meeting is concluded, the Forum Administrator reserves the right to delete and erase any communications referred to such meeting.

### **Chapter VI Liability of Forum Administrator**

#### **Section 6.1.- Scope of liability of Applus**

Applus is not liable for the accuracy, veracity, validity, lawfulness or relevance of the communications sent by Registered Users, or the information contained in the Forum. Applus is also not liable for opinions or comments posted by Registered Users.

Applus will only be liable for its own services and the contents directly originated from it and identified with its *copyright* as a trademark or intellectual or industrial property right of Applus.

Applus will not be liable for damages that may be caused to Registered Users due to malfunction, overloads, blackouts, connection failures, undue access or any other case of equal or similar nature, beyond the will of Applus, which prevent use of the Forum. None of such circumstances can be invoked as unlawful deprivation of the Shareholder's rights.

By virtue of access and/or use of the Forum, every Registered User declares that it is aware of and accepts that the use of the Forum occurs in any case under its sole and exclusive liability.

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## **Section 6.2.- Contents**

Any Registered User may submit communications related to any of the questions appearing in the above Chapter III.

The Forum Administrator expressly reserves the right to deny access and/or use of the Forum and not publish or remove communications made by Registered Users that breach the legal provisions in force, these Regulations, or the requirements of good faith and public order.

The Forum Administrator has the power but not the obligation to control the use of the Forum and its contents, which are the exclusive responsibility of the Registered Users who make them. In any case, the Forum Administrator may establish tools to filter and moderate the content of communications, as well as remove contents when it considers that they may be unlawful or contrary to these Regulations or to the requirements of good faith and public order.

Registered Users will be liable for any losses or damages which Applus, other Registered Users or any other third party may suffer as a result of access and/or use of the Forum (including, in particular, the creation of communications), breaching any legal provisions in force, these Regulations, or the requirements of good faith and public order.

## **Chapter VII Intellectual Property Rights**

Applus authorizes Registered Users to use the intellectual property rights related to the computer application installed on the Applus server or on a third party server that executes the provisions that compose the Forum, exclusively for the purposes set out in Chapter III above and, in any case, according to the terms and conditions established in these Regulations. The Registered User must abstain from obtaining, or attempting to obtain, access and use of the Forum and its contents by means or procedures other than those which were made available to them in the case or indicated for that purpose.

Applus does not grant any kind of license or authorization to use of any kind over its intellectual property rights or any other property or right related to the Forum other than those set out in the paragraph above. Registered Users must respect all intellectual property rights at all times over the Forum owned by Applus.

These Regulations do not grant any intellectual property rights over the

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Forum or any of its constituent elements, and Registered Users are expressly prohibited from reproducing, transforming, distributing, publicly disclosing, making available, extracting, reusing, resending or in any way using, by any means or procedure, any of them, except in cases where it is legally allowed or authorized by Applus.

Applus reserves the right to exercise any applicable legal action against Registered Users that violate the intellectual property rights of the Forum and its contents.

## **Chapter VII**

### **Cost of use**

Access to and use of the Forum by Registered Users is free, except for the cost of connection through the telecommunications network provided by the access provider contracted by each Registered User.

## **Chapter IX**

### **Protection and security of personal information**

The personal information provided by Registered Users or collected as a result of use of the Forum will be used by Applus to manage the access to the same and the communications made by Registered Users, as well as to oversee the functioning of the Forum as established in these Regulations and in the legal provisions in force. The legal basis that legitimates these process of the personal data of the Registered Users is the execution of the legal mandate that is included in the Preface of these Regulations, as well as the managing of the shareholder relationship with the Registered Users.

For these purposes, Applus is responsible for the processing of the above personal data. Personal data will be processed during the period in which the Forum is available to Registered Users and will be kept while responsibilities of the relationship with Registered Users may arise. This personal data will not be communicated to third parties.

Registered Users expressly accept and authorize their personal information to be published on the Forum.

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Registered Users may, in relation to their own data and in the terms provided by the legal provisions: access them at the Company's files (right to access); (ii) request their amendment when they are inaccurate (right to rectification); (iii) request that they are not processed (right to object); (iv) request their erasure (right to erasure); (v) request the restriction of processing when accuracy of the personal data is contested by the data subject and this is being verified, the processing is unlawful and the data subject opposes the erasure of the personal data, and the Company no longer needs the personal data for the purposes of the processing, but they are required by the data subject for the establishment, exercise or defence of legal claims (right to restriction of processing); (vi) receive in electronic format the personal data directly provided to the Company and transmit these to third parties (right to data portability).

To exercise the aforementioned rights, Registered Users must send their request along with a copy of their national identity document, passport or other legal document that proves their identity to the contact mailbox referred to in the contact mailbox section. In any case, the Registered Users may exercise their claim right before the S Spanish Agency for Data Protection ([www.agpd.es](http://www.agpd.es)) or any other competent data protection authority.

## **Chapter X**

### **Contact email**

Registered Users who have suggestions or proposals to improve the Forum, who require technical assistance, who wish to report contents in breach of these Regulations or who wish to exercise their rights recognized in legislation on the protection of personal information may write to the Applus email that will be listed for this purpose on the Forum. The objective of this email is to provide service to Registered Users and improve the quality of the Forum, but does not imply any type of control or liability by the Forum Administrator.

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